

**EXHIBIT A**  
**ORRICK, HERRINGTON & SUTCLIFFE LLP**  
**INVOICES FOR THE TIME PERIOD**  
**JANUARY 1-31, 2013**



ORRICK, HERRINGTON & SUTCLIFFE LLP  
COLUMBIA CENTER  
1152 15TH STREET, NW  
WASHINGTON, D.C. 20005-1706  
tel +1-202-339-8400  
fax +1-202-339-8500  
WWW.ORRICK.COM

David Austern, Futures Claims Representative for  
W.R. Grace & Co.  
c/o Claims Resolution Management Corp.  
3110 Fairview Park Drive, Suite 200  
Falls Church, VA 22042

February 15, 2013  
Client No. 17367 **REVISED** Invoice  
No. 1407117 **REPLACES** Invoice  
No. 1405339

Orrick Contact: Roger Frankel

FOR SERVICES RENDERED through January 31, 2013 in connection  
with the matters described on the attached pages:

\$ 150,602.00

DISBURSEMENTS as per attached pages:

-358.91

**TOTAL CURRENT FEES & DISBURSEMENTS (Pay this Amount):**

\$ 150,243.09

Matter(s): 17367/11, 12, 13, 7, 8

### DUE UPON RECEIPT

The following is for information only:  
Previous Balance not included in this invoice:  
\$277,131.87  
If this amount has already been paid, please disregard.

In order to ensure proper credit to your account,  
please reference your **INVOICE** and **CLIENT** numbers on your remittance.  
For inquiries, call: (304) 231-2701. Fax (304) 231-2501.

### REMITTANCE COPY - PLEASE RETURN WITH PAYMENT

#### REMITTANCE ADDRESS:

Orrick, Herrington & Sutcliffe LLP  
Lockbox #774619  
4619 Solutions Center  
Chicago, IL 60677-4006  
Reference: 17367/ Invoice: 1407117

#### ELECTRONIC FUNDS TRANSFERS:

**ACH & Wire Transfers:**  
**ABA Number 121000248**  
**SWIFT CODE: WFBIUS6S**  
**Account Number: 4123701088**  
Wells Fargo  
420 Montgomery Street  
San Francisco, CA 94104  
Account of  
Orrick, Herrington & Sutcliffe LLP  
Reference: 17367/ Invoice:  
1407117 E.I.N. 94-2952627

#### OVERNIGHT DELIVERY:

Orrick, Herrington & Sutcliffe LLP  
c/o Wells Fargo  
Attn: Lockbox #774619  
350 East Devon Avenue  
Itasca, IL 60143  
(213) 614-3248  
Reference: 17367/ Invoice: 1407117



ORRICK, HERRINGTON & SUTCLIFFE LLP  
 COLUMBIA CENTER  
 1152 15TH STREET, NW  
 WASHINGTON, D.C. 20005-1706  
 tel +1-202-339-8400  
 fax +1-202-339-8500  
 WWW.ORRICK.COM

David Austern, Futures Claims Representative for  
 W.R. Grace & Co.  
 c/o Claims Resolution Management Corp.  
 3110 Fairview Park Drive, Suite 200  
 Falls Church, VA 22042

February 15, 2013  
 Client No. 17367  
 Invoice No. 1407117

Orrick Contact: Roger Frankel

For Legal Services Rendered Through January 31, 2013 in Connection With:

**Matter: 7 - Insurance Matters**

01/02/13	P. Mahaley	Review and revise draft insurer settlement agreement.	1.10
01/09/13	P. Mahaley	Communicate with counsel for insurer re terms of insurance settlement.	0.30
01/11/13	P. Mahaley	Analyze insurer-proposed changes to settlement agreement and communicate with ACC and Grace re same.	0.50
Total Hours			1.90
Total For Services			\$1,263.50

<u>Timekeeper Summary</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Peri N. Mahaley	1.90	665.00	1,263.50
Total All Timekeepers	1.90	\$665.00	\$1,263.50

**Total For This Matter** **\$1,263.50**



David Austern, Futures Claims Representative for W.R. Grace & Co. -  
17367  
page 2

February 15, 2013  
Invoice No. 1407117

For Legal Services Rendered Through January 31, 2013 in Connection With:

**Matter: 8 - Litigation**

01/02/13	D. Fullem	Review recently filed pleadings.	0.20
01/02/13	D. Felder	Review revised draft Third Circuit briefs from Kirkland regarding response to Garlock, Canada, Montana, and Anderson Memorial Hospital.	5.00
01/02/13	R. Wyron	Review revised draft brief sections.	3.40
01/02/13	R. Frankel	Review, mark revised Introduction to Consol. Brief (1.6); notes re same (.6).	2.20
01/02/13	R. Frankel	Review, mark revised Third Circuit brief re Garlock appeal.	2.40
01/03/13	D. Fullem	Review and respond to e-mail from D. Felder re updating of service list.	0.20
01/03/13	D. Felder	Telephone conference with Debtors and Plan Proponents regarding Third Circuit brief and follow-up (1.5); continue review of drafts and note issues regarding same (4.2); research regarding classification issues (1.0).	6.70
01/03/13	R. Wyron	Review draft brief comments (.3); telephone conference with Grace and ACC re briefs (1.4); continue review of revised briefs (2.6).	4.30
01/03/13	R. Frankel	Telephone conference with Grace working group - J. Donley, P. Lockwood, R. Wyron, D. Felder re draft briefs.	1.50
01/03/13	R. Frankel	Review Garlock draft reply brief in preparation for internal meeting.	1.20
01/03/13	R. Frankel	Review revised draft brief of Appellees re Montana, Canada.	1.80
01/04/13	D. Fullem	Review recently filed pleadings.	0.20
01/04/13	D. Felder	Continue review of revised briefs from Kirkland in preparation for internal conference with R. Frankel and R. Wyron regarding same (2.0); conference with R. Frankel and R. Wyron regarding draft Third Circuit briefs (1.9); review and revise briefs and follow-up from internal conference regarding same (2.0); e-mail correspondence to J. Donley regarding same (.2).	6.10
01/04/13	R. Wyron	Review briefs and organize notes (2.7); conference with R. Frankel and D. Felder re brief comments (1.6).	4.30
01/04/13	R. Frankel	Further review of draft reply briefs in preparation for internal meeting.	1.40



David Austern, Futures Claims Representative for W.R. Grace & Co. -  
17367  
page 3

February 15, 2013  
Invoice No. 1407117

01/04/13	R. Frankel	Confer with D. Felder, R. Wyron to review suggested edits to reply briefs.	1.90
01/05/13	R. Frankel	Review note, revised draft of Garlock Reply Brief and compare to prior comments.	2.40
01/05/13	R. Frankel	Review drafts of edits sent to K&E.	1.20
01/07/13	D. Felder	Prepare for telephone conference with J. Donley and A. Paul regarding Third Circuit brief (.4); telephone conference with J. Donley, A. Paul, R. Frankel and R. Wyron regarding same (.7); follow-up research regarding same (.4).	1.50
01/07/13	R. Wyron	Review revised Garlock brief (.8); organize notes for call (.3); telephone conference with Grace counsel re issues (.7); review further revised brief sections (1.1).	2.90
01/07/13	R. Frankel	Telephone conference with J. Donley, A. Paul, D. Felder, R. Wyron re revisions to briefs, conceptual issues.	0.70
01/07/13	R. Frankel	Review further revised draft of Garlock Reply Brief from K&E.	2.40
01/08/13	D. Fullem	Review recently filed pleadings.	0.20
01/08/13	R. Frankel	Confer with R. Wyron regarding Third Circuit issues, briefing.	0.50
01/09/13	R. Wyron	Review draft lender brief.	1.40
01/09/13	R. Frankel	Read, mark draft Reply to Lenders Brief from Kirkland.	2.70
01/10/13	D. Felder	Review draft response to Lenders' brief (2.6); review revised response to Garlock brief (2.2); review pleadings, exhibits and related documents from estimation and confirmation hearing (.8).	5.60
01/10/13	R. Wyron	Continue review of draft briefs.	1.40
01/10/13	R. Frankel	Prepare notes, outline, further review of draft Reply to Lender Brief.	1.70
01/11/13	D. Felder	Begin review of revised draft briefs from Kirkland (2.5); telephone conferences with R. Wyron regarding comments on Lender brief and follow-up regarding same (.6); telephone conference with Grace and Plan Proponents' regarding briefs and follow-up regarding same (1.2).	4.30
01/11/13	R. Wyron	Continue review of draft briefs (1.3); telephone conference with Grace team re issues and status (1.2).	2.50
01/11/13	R. Frankel	Review, prepare notes re revised draft Introduction to Reply Briefs.	1.80
01/11/13	R. Frankel	Review revised draft Reply to Montana, Canada briefs.	1.40
01/11/13	R. Frankel	Review revised draft Reply to Brief of AMH.	1.60



David Austern, Futures Claims Representative for W.R. Grace & Co. -  
17367  
page 4

February 15, 2013  
Invoice No. 1407117

01/11/13	R. Frankel	Telephone conference with J. Donley, A. Paul, P. Lockwood, R. Wyron, D. Felder and others re briefs at Third Circuit (1.2); notes re same (.1).	1.30
01/12/13	R. Frankel	Review, consider Garlock draft and series of e-mails re same (.3); draft responsive e-mail (.2).	0.50
01/12/13	R. Frankel	Review, consider draft motion to consolidate briefing of Garlock, Montana and Canada appeals (.4); series of e-mails re same (.2).	0.60
01/12/13	R. Frankel	Review marked pages re Lender Reply to K&E from D. Felder.	0.30
01/12/13	R. Frankel	Prepare e-mail memo to J. Donley, A. Paul re conceptual comments on draft reply to Lender Brief (1.5); e-mails re same (.2).	1.70
01/13/13	R. Wyron	Review motion to consolidate and provide comments (.3); review revised motion to consolidate and e-mails re same (.2); continue review of briefs (.8).	1.30
01/13/13	R. Frankel	Review draft Reply to Amicus Brief; e-mails re same.	0.90
01/13/13	R. Frankel	Read Flintkote opinion of USBC.	1.80
01/14/13	R. Wyron	Review revised draft briefs and provide comments re same (4.5); telephone conference with A. Paul re issues on lender brief and follow-up re same (.6).	5.10
01/14/13	R. Frankel	Review revised Reply to Lenders opening Third Circuit brief (1.9); telephone conference with R. Wyron, A. Paul re same (.5).	2.40
01/14/13	R. Frankel	Review revised Reply Brief draft to Montana, Canada brief.	1.70
01/14/13	R. Frankel	Review revised consolidated introduction.	1.60
01/15/13	D. Felder	Review revised versions of Third Circuit response briefs from Kirkland and blacklines regarding same (4.3); review as-filed version of motion for consolidation (.3).	4.60
01/15/13	R. Frankel	Review Lender reply brief after call with A. Paul (.7); e-mail A. Paul re certain issues (.2).	0.90
01/15/13	R. Frankel	Review revised Reply to Garlock Brief.	1.90
01/15/13	R. Frankel	Review, prepare comments re revised version of Reply to Lender Brief.	2.20
01/16/13	D. Fullem	Research Supreme Court case for R. Wyron.	1.00
01/16/13	D. Felder	Review revised Anderson Memorial brief and note issues regarding same (2.0); review revised overview section and note issues regarding same (1.4); review revised Garlock brief and note issues regarding same (3.5); telephone conference with Plan Proponents' regarding same (.4); review addendum (.5)	7.80



David Austern, Futures Claims Representative for W.R. Grace & Co. -  
17367  
page 5

February 15, 2013  
Invoice No. 1407117

01/16/13	R. Wyron	Review draft briefs (2.6); review and respond to e-mails re issues (.6); review appendix and call to J. Donley re same (.4); numerous conferences with R. Frankel (.6); review motion to exceed filing limits and e-mails re same (.3); telephone conference with Grace team and follow-up re same (.9).	5.40
01/16/13	R. Frankel	Review draft reply to Lender brief with KL comments (.8); draft memo to J. Donley, A. Paul with RF comments (.8).	1.60
01/16/13	R. Frankel	Review, edit AMH Reply Brief.	1.80
01/16/13	R. Frankel	Review draft Appellees Motion to File Supplemental Appendix.	0.30
01/16/13	R. Frankel	Review Addendum Summary of PI Trust Contributions.	0.40
01/16/13	R. Frankel	Review draft PD FCR Reply Brief.	0.70
01/16/13	R. Frankel	Review revised Introduction to Consolidated Reply Brief.	1.10
01/16/13	R. Frankel	Review revised Reply to Lender Brief.	1.70
01/17/13	D. Fullem	Follow-up on copies of appeal briefs filed in the Third Circuit; circulate to group; review/respond to D. Felder regarding same.	0.50
01/17/13	D. Felder	Continue review of revisions to Garlock brief (2.4); e-mail correspondence from J. Phillips regarding same (.2); review potential brief addendum and e-mail correspondence from Kirkland regarding same (.5); review as-filed version of PD-FCR's Third Circuit brief (.8).	3.90
01/17/13	R. Wyron	Review final edits and respond to e-mails re same (.6); review motions and provide final comments (.2); organize outline for next steps (.4).	1.20
01/17/13	R. Frankel	Review motion to increase word limit re Amicus Brief (.3); series of e-mails with D. Felder, R. Wyron re same (.3).	0.60
01/17/13	R. Frankel	Final review of Garlock, AMH, consolidated briefs.	2.70
01/18/13	D. Fullem	Review appeal briefs and index for R. Frankel and R. Wyron.	1.50
01/18/13	D. Felder	Review as-filed versions of supplemental appendix and briefs by Plan Proponents (2.9); begin review of Debtors' motion to expand term of credit agreement with ART (.5).	3.40
01/18/13	R. Wyron	Telephone conference with counsel for trade creditors re issues and follow-up (.3); review and respond to e-mails re appeal timing and follow-up (.3).	0.60
01/22/13	D. Fullem	Update service list.	0.20



David Austern, Futures Claims Representative for W.R. Grace & Co. -  
17367  
page 6

February 15, 2013  
Invoice No. 1407117

01/22/13	D. Felder	Telephone conference with Plan Proponents regarding status and updates (.5); review Debtors' motion to extend ART agreement (.5); e-mail correspondence with J. O'Neill regarding omnibus hearing (.1); review Third Circuit docket regarding reply deadlines and follow-up regarding same (.3).	1.40
01/22/13	R. Wyron	Telephone conference with appellees' counsel and follow-up (.7); review briefs re reply issues (.9).	1.60
01/22/13	R. Frankel	Telephone conference with Plan Proponents - J. Donley, M. Shelnitz, P. Lockwood, R. Wyron re status of appeal (.5); notes re same (.1).	0.60
01/22/13	R. Frankel	Review docket entries, pleadings re extensions for Reply Briefs.	0.40
01/23/13	D. Fullem	Review recently filed pleadings.	0.20
01/23/13	R. Wyron	Review and respond to e-mails re amici and timing of briefs.	0.20
01/24/13	D. Fullem	Review appeal briefs.	0.50
01/24/13	D. Felder	Review amicus brief filed by Imperial Tobacco.	0.80
01/24/13	R. Wyron	Review amicus brief (.6); respond to e-mails re same (.2).	0.80
01/24/13	R. Frankel	Review amicus brief of Imperial Tobacco and Motion for Leave to File (1.3); review brief related to amicus arguments (1.1).	2.40
01/25/13	D. Fullem	Review e-mail from R. Wyron regarding Supreme Court case.	0.20
01/25/13	D. Fullem	Review recently filed pleadings.	0.20
01/25/13	R. Wyron	Review Garlock brief and follow-up re same.	0.30
01/25/13	R. Frankel	Review post briefing issues.	0.80
01/25/13	R. Frankel	Review Garlock Motion to Exceed Word Limit with Reply Brief (.4); series of e-mails re same (.1).	0.50
01/28/13	D. Felder	Review Third Circuit docket regarding reply deadlines and e-mail correspondence with R. Frankel and R. Wyron regarding same (.3); review order granting Appellees' motion for leave to file supplemental appendix and e-mail R. Frankel and R. Wyron regarding same (.2); review amended version of Imperial Tobacco's amicus brief and organize Third Circuit appellee briefs (1.0).	1.50
01/28/13	R. Frankel	Review orders permitting filing of Supp. Appendix, verbal extensions of time.	0.40
01/28/13	R. Frankel	Review Imperial Tobacco motion for leave and Corrected Brief.	0.80
01/29/13	D. Felder	Conference with R. Frankel regarding closing issues (.3); begin review of plan, exhibits, and confirmation order regarding same (2.0).	2.30





David Austern, Futures Claims Representative for W.R. Grace & Co. -  
17367  
page 7

February 15, 2013  
Invoice No. 1407117

01/29/13	R. Wyron	Telephone conference with team re status (.6); review orders in adversaries (.3).	0.90
01/29/13	R. Frankel	Telephone conference with A. Paul, M. Shelnitz, R. Finke, R. Wyron re appeal, effective date issues.	0.60
01/29/13	R. Frankel	Review plan, Sealed Air Settlement Agreement re effective date conditions.	1.20
01/29/13	R. Frankel	Review with R. Wyron, D. Felder effective date issues, conditions to effective date.	0.60
01/30/13	D. Felder	Review plan, exhibits and confirmation order regarding effective date issues (2.5); conference with R. Frankel and R. Wyron regarding same (.3); follow-up review regarding same (2.0); review orders to show cause and related document and follow-up regarding same (1.0).	5.80
01/30/13	R. Wyron	Review adversaries and Scotts' issues, and follow-up.	0.40
01/30/13	R. Frankel	Review various Show Cause Orders, series of e-mails from D. Felder, R. Wyron re same.	0.60
01/30/13	R. Frankel	Confer with D. Felder, R. Wyron re Sealed Air effective date issues and follow-up (.6); review Plan, Sealed Air Agreement (.3).	0.90
01/31/13	D. Felder	Review order to show cause and draft joint statement in response (1.0); review e-mail correspondence from L. Esayian and R. Wyron regarding same (.2); review Scotts settlement agreement and follow-up regarding same (1.0); review plan and related exhibits regarding effective date issues and begin memorandum regarding same (2.0).	4.20

Total Hours 175.30

Total For Services \$143,775.50

<u>Timekeeper Summary</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Debra Felder	64.90	650.00	42,185.00
Roger Frankel	67.30	995.00	66,963.50
Debra O. Fullem	5.10	270.00	1,377.00
Richard H. Wyron	38.00	875.00	33,250.00
<b>Total All Timekeepers</b>	<b>175.30</b>	<b>\$820.17</b>	<b>\$143,775.50</b>



17367

page 8

Invoice No. 1407117

Disbursements

Document Reproduction	95.10
Express Delivery	25.72
Other Business Meals	104.80
Outside Services	124.80
Travel Expense, Air Fare	-721.02
Westlaw Research	6.49

Total Disbursements

\$-364.11

**Total For This Matter**

**\$143,411.39**



David Austern, Futures Claims Representative for W.R. Grace & Co. -  
17367  
page 9

February 15, 2013  
Invoice No. 1407117

For Legal Services Rendered Through January 31, 2013 in Connection With:

**Matter: 11 - Compensation of Professionals - Other**

01/10/13	D. Fullem	Review e-mail and request from K. Boeger at Towers Watson regarding fee auditor's report on fee application for July-September 2012.	0.40
01/11/13	D. Fullem	Prepare response to K. Boeger request for review of fee auditor's report on Towers July-Sept fee application; confer with D. Felder also.	0.70
01/17/13	D. Fullem	Prepare Lincoln CNOs for October and November fee applications and coordinate filing/serving of same.	0.80
01/17/13	D. Felder	Review CNOs for Lincoln's October and November fee applications.	0.20
01/18/13	D. Fullem	Review K. Boeger e-mail in response to fee auditor report for July-September fee app.	0.30
01/25/13	D. Fullem	Review recently filed fee applications.	0.20
Total Hours			2.60
Total For Services			\$778.00

<u>Timekeeper Summary</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Debra Felder	0.20	650.00	130.00
Debra O. Fullem	2.40	270.00	648.00
Total All Timekeepers	2.60	\$299.23	\$778.00

**Total For This Matter**

**\$778.00**



David Austern, Futures Claims Representative for W.R. Grace & Co. -  
17367  
page 10

February 15, 2013  
Invoice No. 1407117

For Legal Services Rendered Through January 31, 2013 in Connection With:

**Matter: 12 - Retention of Professionals - Orrick**

01/07/13	D. Fullem	Review and respond to e-mail from D. Felder regarding status of disclosures and e-mail to R. Wyron re same.	0.40
01/07/13	D. Fullem	E-mail to B. Hinton regarding disclosure issues and follow-up with R. Wyron regarding same.	0.20
01/07/13	D. Fullem	Review disclosure issues and follow-up regarding same.	0.80
01/07/13	D. Felder	Review disclosure issues and correspondence with R. Wyron and D. Fullem regarding same.	0.40

Total Hours	1.80	
Total For Services		\$638.00

<u>Timekeeper Summary</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Debra Felder	0.40	650.00	260.00
Debra O. Fullem	1.40	270.00	378.00
Total All Timekeepers	1.80	\$354.44	\$638.00

<b>Total For This Matter</b>	<b>\$638.00</b>
------------------------------	-----------------



David Austern, Futures Claims Representative for W.R. Grace & Co. -  
17367  
page 11

February 15, 2013  
Invoice No. 1407117

For Legal Services Rendered Through January 31, 2013 in Connection With:

**Matter: 13 - Compensation of Professionals - Orrick**

01/03/13	D. Fullem	Review status of fee/expense requests and payments.	0.20
01/07/13	D. Felder	Review December prebill.	0.80
01/07/13	R. Wyron	Review December prebill and follow-up re same.	0.30
01/08/13	D. Fullem	Review request and follow-up in response to fee auditor.	0.50
01/08/13	D. Fullem	Review/respond to e-mail from fee auditor regarding expense detail for July-September 2012; review same.	0.40
01/10/13	D. Fullem	Review Grace December prebill.	1.00
01/15/13	D. Fullem	Review/respond to D. Felder regarding CNO for Orrick's November fee application.	0.20
01/15/13	D. Fullem	Prepare draft of December monthly fee application.	1.00
01/15/13	D. Felder	Review Orrick's December fee application (.4); e-mail correspondence with D. Fullem regarding CNO for Orrick's November fee application (.1).	0.50
01/17/13	D. Fullem	Prepare CNO for Orrick's November fee application; coordinate filing/serving of same.	0.50
01/17/13	D. Felder	Review CNO for November fee application.	0.10
01/18/13	D. Fullem	Review R. Wyron's comments/edits to Orrick's December monthly fee application; revise/update same.	0.50
01/18/13	R. Wyron	Review draft December fee application and provide comments.	0.30
01/21/13	R. Wyron	Review fee auditor's report and follow up re same.	0.30
01/22/13	D. Fullem	Review fee auditor's initial report to our July-September fee application.	0.50
01/22/13	R. Wyron	Review fee auditor expenses questions and provide information to D. Fullem.	0.30
01/24/13	D. Fullem	Begin draft of reply to fee auditor's initial report to our July-September quarterly fee application.	1.50
01/25/13	D. Fullem	Finalize, file, serve Orrick's December fee application.	0.50
01/25/13	D. Fullem	Revise draft of reply letter to fee auditor's initial report for July-Sept fee app; forward to R. Wyron for review/comment.	0.80
01/29/13	D. Fullem	Update fee/expense charts.	0.50

Total Hours 10.70

Total For Services \$4,147.00



David Austern, Futures Claims Representative for W.R. Grace & Co. -  
 17367  
 page 12

February 15, 2013  
 Invoice No. 1407117

<u>Timekeeper Summary</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Debra Felder	1.40	650.00	910.00
Debra O. Fullem	8.10	270.00	2,187.00
Richard H. Wyron	1.20	875.00	1,050.00
Total All Timekeepers	10.70	\$387.57	\$4,147.00

Disbursements

Document Reproduction  
 Postage

3.50

1.70

Total Disbursements

\$5.20

**Total For This Matter**

**\$4,152.20**

**\*\*\* COMBINED TOTALS \*\*\***

Total Hours	192.30	
Total Fees, all Matters		\$150,602.00
Total Disbursements, all Matters		\$-358.91
Total Amount Due		\$150,243.09